

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

WESTMORELAND COAL COMPANY, *et al.*,¹

Reorganized Debtors.

Chapter 11

Case No. 18-35672 (DRJ)

(Jointly Administered)

**NOTICE OF SECOND SUPPLEMENTAL FILING IN SUPPORT OF WLB DEBTORS'
APPLICATION FOR ENTRY OF AN ORDER (I) AUTHORIZING THE RETENTION
AND EMPLOYMENT OF MCKINSEY RECOVERY & TRANSFORMATION
SERVICES U.S., LLC AND CERTAIN OF ITS AFFILIATES AS PERFORMANCE
IMPROVEMENT ADVISORS FOR THE WLB DEBTORS EFFECTIVE NUNC PRO
TUNC TO THE PETITION DATE AND (II) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that, on July 3, 2019, the *WLB Debtors' Application for Entry of an Order (I) Authorizing the Retention and Employment of McKinsey Recovery & Transformation Services U.S., LLC and Certain of Its Affiliates as Performance Improvement Advisors for the WLB Debtors Effective Nunc Pro Tunc to the Petition Date and (II) Granting Related Relief* (the "Application") was filed. Dkt. No. 2119.

PLEASE TAKE FURTHER NOTICE that, on August 20, 2019, the Acting United States Trustee for Region 7 (the "U.S. Trustee") filed an objection to the Application, Dkt. No. 2273, noting that McKinsey² provided initial responses to the U.S. Trustee's information requests and that the U.S. Trustee "hopes that McKinsey's additional disclosures on the record

¹ Due to the large number of debtors in these chapter 11 cases, which are consolidated for procedural purposes only, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent in these chapter 11 cases at www.donlinrecano.com/westmoreland. Westmoreland Coal Company's service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

² Defined terms used herein but not otherwise defined shall have meanings ascribed to such terms in the Application.

will address [the U.S. Trustee's concerns] and also provide additional transparency for the benefit of all interested parties in these cases." Dkt. No. 2272, n. 5.

PLEASE TAKE FURTHER NOTICE that, as noted in McKinsey's omnibus response filed on September 10, 2019, Dkt. No. 2340, n.2, the "Proposed Professionals and the WLB Debtors are working to address the U.S. Trustee's concerns by submitting certain disclosures and clarifications on the record in advance of the hearing on the merits of the Application."

PLEASE TAKE FURTHER NOTICE that, on October 24, 2019, McKinsey filed a copy of its responses (the "UST Responses") to the U.S. Trustee's supplemental information requests. Dkt. No. 2426.

PLEASE TAKE FURTHER NOTICE that the UST Responses attached as "Exhibit A" a list of all McKinsey affiliates. That exhibit was inadvertently and incorrectly referenced in the UST Responses in response to the U.S. Trustee's supplemental information requests numbers A.2(ii) and A.3. Attached hereto as **Exhibit 1** is a corrected exhibit and below are corrected responses to the US Trustee supplemental information requests numbers A.2(ii) and A.3:

Q: Identify any other McKinsey entities that are included in the definition of McKinsey (other than the Proposed Professionals seeking to be retained under the Application).

A: Attached as Exhibit 1 to McKinsey's December 6, 2019 *Notice of Second Supplemental Filing in Support of WLB Debtors' Application For Entry Of An Order (I) Authorizing the Retention and Employment of McKinsey Recovery & Transformation Services U.S., LLC and Certain of its Affiliates as Performance Improvement Advisors for the WLB Debtors Effective Nunc Pro Tunc to the Petition Date and (II) Granting*

Related Relief is a list of McKinsey entities included in the definition of the term “McKinsey” as used in the Krivin Declaration.

Q: The Responses did not include an answer to Request A.i. Will a response to this Request be provided?

A: Other than the Proposed Professionals seeking to be retained under the Application, please see Exhibit 1 to McKinsey’s December 6, 2019 *Notice of Second Supplemental Filing in Support of WLB Debtors’ Application for Entry of an Order (I) Authorizing the Retention And Employment of McKinsey Recovery & Transformation Services U.S., LLC and Certain of its Affiliates as Performance Improvement Advisors for the WLB Debtors Effective Nunc Pro Tunc to the Petition Date and (II) Granting Related Relief* for a list of McKinsey consulting affiliates and consulting businesses as those terms are used in the Declaration.

PLEASE TAKE FURTHER NOTICE that McKinsey and the WLB Debtors respectfully reserve all their rights to supplement the record, including by filing additional responses to any objections to the Application.

Dated: December 6, 2019
Houston, TX

Respectfully submitted,

By: /s/ Zack A. Clement

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*Attorneys for McKinsey Recovery &
Transformation Services U.S., LLC*

CERTIFICATE OF SERVICE

I hereby certify that on December 6, 2019, I caused the foregoing Notice to be filed with the Court and thereby served by the Court's CM/ECF noticing to all parties registered to receive electronic notice in this case.

/s/ Zack A. Clement

Exhibit 1

| McKinsey Entity Name |
|--|
| Aberkyn Nederland B.V. |
| Center for Modern Management Practice, Limited Liability Company |
| Elixir Creative Solutions Limited |
| Finalta Enterprises Limited |
| GCI Analytics, LLC |
| HRCF, LLC |
| LIXTO Software GmbH & Co KG |
| LLC McKinsey & Company CIS |
| Lunar Design, LLC |
| McKinsey & Co., (Phils) |
| McKinsey & Company (Azerbaijan), Inc. |
| McKinsey & Company (Thailand) Co., Ltd. |
| McKinsey & Company Canada/McKinsey & Compagnie Canada |
| McKinsey & Company Chile Limitada |
| McKinsey & Company Colombia, Inc. |
| McKinsey & Company Colombo (Private) Limited |
| McKinsey & Company d.o.o. Beograd |
| McKinsey & Company Denmark P/S |
| McKinsey & Company Inc. do Brasil Consultoria Ltda. |
| McKinsey & Company India LLP |
| McKinsey & Company Kazakhstan LLP |
| McKinsey & Company KB |
| McKinsey & Company LME Limited |
| McKinsey & Company Morocco, SARL |
| McKinsey & Company Myanmar Limited |
| McKinsey & Company Nigeria Global Limited |
| McKinsey & Company Pakistan (Private) Limited |
| McKinsey & Company Panama Consulting, Inc. |
| McKinsey & Company Poland Sp. z o.o. |
| McKinsey & Company Puerto Rico Consulting, Inc. |
| McKinsey & Company S.R.L. |
| McKinsey & Company Singapore, Pte Ltd |
| McKinsey & Company Ukraine LLC |
| McKinsey & Company Unit Trust |
| McKinsey & Company Vietnam Limited |
| McKinsey & Company, Inc. |
| McKinsey & Company, Inc. (Malaysia) |
| McKinsey & Company, Inc. Austria |
| McKinsey & Company, Inc. Bahrain |
| McKinsey & Company, Inc. Baltics |
| McKinsey & Company, Inc. Belgium |
| McKinsey & Company, Inc. Croatia |
| McKinsey & Company, Inc. Finland |
| McKinsey & Company, Inc. France |
| McKinsey & Company, Inc. Ghana |
| McKinsey & Company, Inc. Hong Kong |
| McKinsey & Company, Inc. Hungary |
| McKinsey & Company, Inc. International |
| McKinsey & Company, Inc. Ireland |
| McKinsey & Company, Inc. Israel |

| McKinsey Entity Name |
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| McKinsey & Company, Inc. Italy |
| McKinsey & Company, Inc. Japan |
| McKinsey & Company, Inc. Kazakhstan |
| McKinsey & Company, Inc. Luxembourg |
| McKinsey & Company, Inc. Mexico, Sociedad Civil |
| McKinsey & Company, Inc. Norway |
| McKinsey & Company, Inc. Panama |
| McKinsey & Company, Inc. Peru |
| McKinsey & Company, Inc. Prague |
| McKinsey & Company, Inc. Qatar |
| McKinsey & Company, Inc. Slovakia |
| McKinsey & Company, Inc. Switzerland |
| McKinsey & Company, Inc. Thailand |
| McKinsey & Company, Inc. The Netherlands |
| McKinsey & Company, Inc. United Kingdom |
| McKinsey & Company, Inc. United States |
| McKinsey & Company, Inc. Washington D.C. |
| McKinsey & Company, S.A.S. |
| McKinsey & Company, S.L. |
| McKinsey & Consulting Company Inc., Shanghai |
| McKinsey and Company Africa (Pty) Ltd |
| McKinsey and Company Inc Africa (Pty) Ltd |
| McKinsey Argentina, S.R.L. |
| McKinsey Asia, LLC |
| McKinsey Business Consultancy |
| McKinsey Business Consultants Sole Partner Limited Liability Company |
| McKinsey Danismanlik Hizmetleri Limited Sirketi |
| McKinsey Defense and Security Germany Verwaltungs GmbH |
| McKinsey Development Partners Limited |
| McKinsey GmbH & Co. KG |
| McKinsey International, Inc. |
| McKinsey Knowledge Centre India Private Limited |
| McKinsey Kuwait for Management Consultancy W.L.L. |
| McKinsey Pacific Rim, Inc. |
| McKinsey PriceMetrix Co. |
| McKinsey Recovery & Transformation Services Australia Co. |
| McKinsey Recovery & Transformation Services Canada Co./McKinsey Services de Redressement et de Transformation Canada cie |
| McKinsey Recovery & Transformation Services France Co. |
| McKinsey Recovery & Transformation Services U.S., LLC |
| McKinsey Recovery & Transformation Services UK Limited |
| McKinsey Solutions SPRL |
| McKinsey, Incorporated |
| Orphoz GmbH & Co. KG |
| Orphoz, SAS |
| P.T. McKinsey Indonesia |
| QuantumBlack Visual Analytics Limited |
| Risk Dynamics SPRL |
| Veryday AB |
| Veryday, LLC |